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JUL 30 2012

ANNUAL AUDITED REPORT FORM X-17A-5 PART III

SEC FILE NUMBER 8-29831

Washington DC 403

FACING PAGE Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 06/01/11 AND ENDING 05/31/12

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

BARRINGTON RESEARCH ASSOCIATES, INC.

OFFICIAL USE ONLY FIRM ID.NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

161 N. Clark Street, Suite 2950

Chicago

Illinois

60601

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Gregory D. Paris

(312) 634-6360

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Ryan & Juraska, Certified Public Accountants

141 West Jackson Boulevard, Suite 2250

Chicago

Illinois

60604

CHECK ONE:

- [x] Certified Public Accountant [ ] Public Accountant [ ] Accountant not resident in United States or any of its possessions.

Handwritten initials and number 9-10

FOR OFFICIAL USE ONLY

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

OATH OR AFFIRMATION

I, Gregory D. Paris, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Barrington Research Associates, Inc., as of May 31, 2012, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

NONE

  
Signature  
EXECUTIVE VICE PRESIDENT  
Title

Subscribed and sworn to before me this

25<sup>th</sup> day of July, 2012



  
Notary Public

This report\*\* contains (check all applicable boxes):

- (a) Facing page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows.
- (e) Statement of Changes in Shareholder's Equity or Partners' or Sole Proprietor's Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital for Brokers and Dealers pursuant to Rule 15c3-1.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements for Brokers and Dealers Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audit and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- (o) Independent Auditors' Report on Internal Accounting Control.
- (p) Schedule of Segregation Requirements and Funds in Segregation – Customers' Regulated Commodity Futures Accounts Pursuant to CFTC Rule 1.10(d)2(iv).

\*\* For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

BARRINGTON RESEARCH ASSOCIATES, INC.

FINANCIAL STATEMENTS  
AND SUPPLEMENTARY SCHEDULES  
PURSUANT TO SEC RULE 17a-5(d)

May 31, 2012

R&J

RYAN & JURASKA

CERTIFIED PUBLIC ACCOUNTANTS

**BARRINGTON RESEARCH ASSOCIATES, INC.**

**FINANCIAL STATEMENTS  
AND SUPPLEMENTARY SCHEDULES  
PURSUANT TO SEC RULE 17a-5(d)**

**May 31, 2012**



**RYAN & JURASKA**

Certified Public Accountants

141 West Jackson Boulevard  
Chicago, Illinois 60604

Tel: 312.922.0062

Fax: 312.922.0672

## **INDEPENDENT AUDITORS' REPORT**

To the Board of Directors and Shareholder of  
Barrington Research Associates, Inc.

We have audited the accompanying statement of financial condition of Barrington Research Associates, Inc., (the "Company") as of May 31, 2012 and the related statements of operations, changes in shareholder's equity, and cash flows for the year then ended that you are filing pursuant to Rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Our audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Barrington Research Associates, Inc. as of May 31, 2012 and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in the supplementary schedules is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5(d) under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects, in relation to the basic financial statements taken as a whole.

A handwritten signature in cursive script that reads "Ryan &amp; Juraska".

Chicago, Illinois  
July 23, 2012

**Barrington Research Associates, Inc.**

**Statement of Financial Condition**

**May 31, 2012**

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**Assets**

Cash	\$	108,171
Receivable from clearing broker		201,063
Securities owned, at fair value		398,420
Commissions receivable		21,514
Underwriting fees receivable		312,544
Due from officers and employees		104,594
Tax refunds receivable		184,991
Research fees receivable		61,309
Deposits and other		99,580
	\$	<u>1,492,186</u>

**Liabilities and Shareholder's Equity**

**Liabilities**

Commissions payable	\$	49,819
Accounts payable and accrued expenses		<u>241,490</u>
		291,309

**Shareholder's Equity**

Common stock, \$1 par value; 50,000 shares authorized, 1,000 shares issued and outstanding		1,000
Paid in Capital		89,970
Retained earnings		<u>1,109,907</u>
		<u>1,200,877</u>
	\$	<u>1,492,186</u>

See accompanying notes.

**Barrington Research Associates, Inc.**

**Statement of Operations**

**Year Ended May 31, 2012**

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**Revenues**

Commissions	\$	2,259,822
Financial advisory fees		530,000
Investment banking fees		332,544
Research services		1,957,827
Realized trading gain		18,095
Unrealized loss on securities owned		(148,816)
Consulting		488,359
Interest, dividends, and other		11,866
		<u>5,449,697</u>

**Expenses**

Employee compensation and benefits	3,324,739
Commissions	629,068
Professional and regulatory	83,069
Office and communications	197,605
Clearing and execution	313,319
Conference expense	165,424
Research and financial advisory fees	367,993
Payroll taxes	225,954
Travel and entertainment	490,746
Occupancy and equipment rental	336,869
Other	79,604
	<u>6,214,390</u>

**Net (loss) before income taxes** (764,693)

**Income tax benefit** 125,044

**Net (loss)** (639,649)

See accompanying notes.

**Barrington Research Associates, Inc.**  
**Statement of Changes in Shareholder's Equity**  
**Year Ended May 31, 2012**

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	<u>Common Stock</u>	<u>Paid-In Capital</u>	<u>Retained Earnings</u>	<u>Total</u>
Balance at June 1, 2011	\$ 1,000	\$ 89,970	\$ 1,844,556	\$ 1,935,526
Shareholder distributions			(95,000)	(95,000)
Net (loss)	<u>-</u>	<u>-</u>	<u>(639,649)</u>	<u>(639,649)</u>
Balance at May 31, 2012	<u>\$ 1,000</u>	<u>\$ 89,970</u>	<u>\$ 1,109,907</u>	<u>\$ 1,200,877</u>

See accompanying notes.

**Barrington Research Associates, Inc.**

**Statement of Cash Flows**

**Year Ended May 31, 2012**

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**Cash flows from operating activities**

Net (loss)	\$	(639,649)
Adjustments to reconcile net (loss) to net cash used in operating activities:		
(Increase) decrease in operating assets:		
Receivable from clearing broker		237,482
Securities owned, at fair value		436,842
Underwriting fees receivable		(312,544)
Commissions receivable		38,715
Due from officers and employees		(47,887)
Tax refunds receivable		56,124
Research fees receivable		(46,809)
Deposits and other		(61,094)
Increase (decrease) in operating liabilities:		
Commissions payable		(14,836)
Accounts payable and accrued expenses		<u>47,771</u>
Net cash used in operating activities		(305,885)

**Cash flows from financing activities:**

Shareholder's distributions		<u>(95,000)</u>
Net cash used in financing activities		<u>(95,000)</u>

**Decrease in cash** (400,885)

**Cash at beginning of the year** 509,056

**Cash at end of the year** \$ 108,171

See accompanying notes.

## **BARRINGTON RESEARCH ASSOCIATES, INC.**

### **Notes to Financial Statements**

**May 31, 2012**

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#### **1. Organization and Business**

Barrington Research Associates, Inc. (the "Company"), was incorporated in the State of Illinois on June 1, 1983. The Company is registered as a broker-dealer ("BD") in securities under the Securities and Exchange Act of 1934 and is a member of the Financial Industry Regulatory Authority (FINRA). The Company is engaged in trading securities on recognized United States security exchanges, investment banking, financial advising, and underwriting for private placements of securities, and provides research services.

#### **2. Summary of Significant Accounting Policies**

##### Revenue Recognition and Securities Valuation

Securities transactions and related income and expenses are recorded on a trade date basis that does not differ materially from the settlement date basis. Securities owned are recorded in the statement of financial condition at market value. Generally accepted accounting principles normally require an entity to record security transactions on a trade date basis, however, the majority of brokers and dealers record most securities transactions on the settlement date rather than the trade date. The difference between trade date and settlement date is not material to the Company's financial position at May 31, 2012, nor material to the results of its operations for the year then ended.

Commission revenue and related expenses on equity securities and research revenue are recorded as earned on an accrual basis.

Investment banking fees include underwriting, corporate finance, and designation fees. They are recorded when all services are completed under the terms of the engagements. Associated expenses are deferred in order to match the related revenue or until the related engagement is completed.

##### Income Taxes

Deferred income taxes are recorded to reflect the future tax consequences of difference between the carrying value of assets and liabilities for income tax and financial reporting purposes, and for the benefits of tax credit and loss carryforwards. The amounts of any future tax benefits are reduced by a valuation allowance to the extent such benefits are not expected to be fully realized.

The Company adopted Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") topic 740 during 2009, which clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements. FASB ASC 740 prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FASB ASC 740 also provides guidance on de-recognition of tax benefits, classification on the balance sheet, interest and penalties, accounting in interim periods, disclosure, and transition.

## BARRINGTON RESEARCH ASSOCIATES, INC.

### Notes to Financial Statements, Continued May 31, 2012

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#### 2. Summary of Significant Accounting Policies, Continued

##### Income Taxes, Continued

The Company continues to evaluate uncertain tax positions, if any, and income tax contingencies under FASB ASC topic 450 Accounting for Contingencies. FASB ASC 450 requires the Company to accrue for losses it believes are probable and can be reasonably estimated. Management believes the impact of FASB ASC 740 on its financial position and results of operations has an immaterial effect on its financial statements.

##### Use of Estimates

The preparation of financial statements in conformity with U.S. Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and the accompanying notes. Management determines that the estimates utilized in preparing financial statements are reasonable and prudent. Actual results could differ from these estimates.

#### 3. Fair Value Disclosure

The Company has adopted FASB ASC topic 820, which requires, among other things, enhanced disclosures about investments that are measured and reported at fair value. FASB ASC topic 820 establishes a hierarchy that prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability occurs in the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market. The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

**Level 1 Inputs** - quoted prices in active markets for identical assets or liabilities at the reporting date.

**Level 2 Inputs** - other than quoted prices included with Level 1 that are observable for substantially the full term of the asset or liability, either directly or indirectly. Level 2 assets include quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities that are not active; and inputs other than quoted prices that are observable, such as models or other valuation methodologies.

**Level 3 Inputs** - unobservable inputs for the valuation of the asset or liability. Level 3 assets include investments for which there is little, if any, market activity. These inputs require significant management judgment or estimation

At May 31, 2012, the Company had securities owned totaling \$398,420 which were Level 1 investments and did not have any level 2 or 3 investments.

## **BARRINGTON RESEARCH ASSOCIATES, INC.**

### **Notes to Financial Statements, Continued May 31, 2012**

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#### **4. Receivable from Clearing Broker**

The Company utilizes one clearing broker, J.P. Morgan Clearing Corp. At May 31, 2012, the receivable includes \$222,577 of cash in investment accounts held at the clearing broker.

#### **5. Employee Benefit Plan**

The Company has established a simplified employee pension ("SEP") plan for qualified employees. The Company may elect to contribute to the plan, subject to certain limitations as set forth in the plan agreement, at the discretion of the Board of Directors. No Company contribution or provision for a contribution is included in the financial statements.

#### **6. Related Party Transactions**

During the year ended, the Company had income of approximately \$410,000 from consulting services rendered to Barrington Asset Management, Inc. ("BAMI"), an affiliate through common ownership. At May 31, 2012, BAMI owed the Company approximately \$12,000.

#### **7. Off-Balance Sheet Risk**

Risk arises from the potential inability of counterparties or exchanges to perform under the terms of the contracts (credit risk) and from changes in the values of securities, interest rates, currency exchange rates or equity index values (market risk). The Company is subject to credit risk to the extent any broker with which it conducts business is unable to fulfill contractual obligations on its behalf. The company attempts to minimize its exposure to credit risk by monitoring brokers with which it conducts investment activities. In management's opinion, market risk is substantially diminished when all financial instruments are aggregated.

#### **8. Concentration of Credit Risk**

The Company enters into various transactions with clearing brokers and banks. The risk of default depends on the creditworthiness of the counterparties to these transactions. In the event these counterparties do not fulfill their obligations, the Company may be exposed to risk. It is the Company's policy to review, as necessary, the credit standing of each counterparty with which it conducts business.

At May 31, 2012, a significant credit concentration consisted of approximately 52% of the net equity of the Company with the Company's sole clearing broker, J.P. Morgan Clearing Corp. These amounts are included in receivable from clearing broker, securities owned, and commissions receivable. Management does not consider any credit risk associated with this net receivable to be significant.

## BARRINGTON RESEARCH ASSOCIATES, INC.

### Notes to Financial Statements, Continued May 31, 2012

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#### 9. Commitments

The Company conducts its operations in leased office facilities and annual rentals are charged to current operations. The leases are subject to escalation clauses based on the operating expenses of the lessors. The Company leases office space under noncancelable leases that expire through February 28, 2014.

The minimum annual rental commitments under a non-cancelable operating lease are approximately as follows as of May 31, 2012:

Year Ending May 31	Amount
2013	198,000
February 28, 2014	<u>139,000</u>
Total	\$ <u>337,000</u>

The Company had an outstanding irrevocable standby letter of credit for \$18,750 at May 31, 2012. Management has determined the letter of credit does not create an additional risk for the Company.

#### 10. Income Taxes

The estimated breakdown of the net income tax benefit is as follows:

Current federal tax benefit	\$ 162,066
Current state tax expense	<u>(37,022)</u>
Net income tax benefit	\$ 125,044

At May 31, 2012, the Company has a capital loss carryforward available to offset future capital gains of approximately \$162,000 which expires in tax year 2014. The Company also had an unrealized capital loss of approximately \$150,000 in the current year. The deferred tax asset of approximately \$130,000, arising from the capital loss carryforwards, is fully reserved as realization is not assured.

At May 31, 2012, the Company has a state net operating loss carryforward available to offset future state taxable income of approximately \$930,000 which expires in years 2022 through 2023. The Company has a deferred tax asset of approximately \$86,000 arising from this state net operating loss carryforward, which is fully reserved as realization is not assured.

**BARRINGTON RESEARCH ASSOCIATES, INC.**

**Notes to Financial Statements, Continued**  
**May 31, 2012**

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**11. Minimum Capital Requirements**

The Company is subject to the Securities and Exchange Commission Uniform Net Capital Rule (Rule 15(c)3-1). Under this rule, the Company is required to maintain "net capital" equal to the greater of \$100,000 or 6 and  $\frac{3}{8}$  percent of "aggregate indebtedness", as defined.

At May 31, 2012, the Company had net capital and net capital requirements of \$450,405 and \$100,000, respectively.

**12. Subsequent Events**

Management has evaluated events and transactions through July 23, 2012, the date the financial statements were issued, noting no material events requiring disclosure in the Company's financial statements.

**SUPPLEMENTAL SCHEDULES**

**Barrington Research Associates, Inc.****Computation of Net Capital for Brokers and Dealers pursuant to Rule 15c3-1****May 31, 2012****Computation of net capital**

Total shareholder's equity		\$	1,200,877
Deduct shareholder's equity not allowable for Net Capital			<u>0</u>
Total shareholder's equity qualified for net capital			1,200,877
Deductions and /or charges:			
Nonallowable assets:			
Underwriting fees receivable	\$	312,544	
Research fees receivable		4,000	
Due from officers and employees		104,594	
Tax refunds receivable		184,991	
Deposits and other		<u>84,580</u>	<u>(690,709)</u>
Commodity futures contracts and spot commodities proprietary capital charges		<u>0</u>	<u>0</u>
Net capital before haircuts on securities positions			510,168
Haircuts on securities:			
Trading and investment securities:			
Other securities	\$	<u>59,763</u>	<u>(59,763)</u>
Net capital			<u>\$ 450,405</u>

**Computation of basic capital requirement**

Minimum net capital required (greater of \$100,000 or 6 ⅔% of aggregate indebtedness)			<u>100,000</u>
Excess net capital		\$	<u>350,405</u>
Net capital less greater of 10% of aggregate indebtedness or 120% of minimum dollar capital required		\$	<u>330,405</u>

**Computation of aggregate indebtedness**

Aggregate indebtedness		\$	<u>291,309</u>
Ratio of aggregate indebtedness to net capital		%	<u>64.68</u>

See accompanying notes.

**Barrington Research Associates, Inc.**

**Reconciliation of Financial and Operational Combined Uniform Single Report Part IIA**

**May 31, 2012**

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**Reconciliation pursuant to Paragraph (d)(4) of Rule 17A-5**

Following is a reconciliation and explanation of differences between the unaudited and audited FOCUS Part IIA Report as of May 31, 2012:

<b>Net capital per unaudited FOCUS report, as originally filed</b>	\$ 603,551
Nonallowable assets previously reported as allowable	<u>(153,146)</u>
<b>Net capital per unaudited FOCUS report, as amended</b>	<u>450,405</u>
Audit adjustments	-
<b>Net capital per audited FOCUS report</b>	<u>\$ 450,405</u>

See accompanying notes.

**Barrington Research Associates, Inc.**

**Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3**

**May 31, 2012**

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The Company did not handle any customer cash or securities during the year ended May 31, 2012 and does not have any customer accounts.

**Barrington Research Associates, Inc.**

**Computation for Determination of PAIB Reserve Requirements pursuant to Rule 15c3-3**

**May 31, 2012**

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The Company did not handle any customer cash or securities during the year ended May 31, 2012 and does not have any customer accounts.

**Barrington Research Associates, Inc.**

**Information Relating to Possession or Control Requirements pursuant to Rule 15c3-3**

**May 31, 2012**

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The Company did not handle any customer cash or securities during the year ended May 31, 2012 and does not have any customer accounts.



**RYAN & JURASKA**  
Certified Public Accountants  
141 West Jackson Boulevard  
Chicago, Illinois 60604  
Tel: 312.922.0062  
Fax: 312.922.0672

## **INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL**

To the Board of Directors and Shareholder of  
Barrington Research Associates, Inc.

In planning and performing our audit of the financial statements of Barrington Research Associates, Inc. (the "Company"), as of and for the year ended May 31, 2012, in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company, including consideration of control activities for safeguarding securities. This study included tests of compliance with such practices and procedures that we considered relevant to the objectives stated in Rule 17a-5(g), in the following:

1. Making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under Rule 17a-3(a)(11) and the reserve required by Rule 15c3-3(e)
2. Making the quarterly securities examinations, counts, verifications, and comparisons, and the recordation of differences required by Rule 17a-13
3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System
4. Obtaining and maintaining physical possession or control of all fully paid and excess margin securities of customers as required by Rule 15c3-3

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls, and of the practices and procedures referred to in the preceding paragraph, and to assess whether those practices and procedures can be expected to achieve the SEC's previously mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control and the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.



A *control deficiency* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the company's financial statements will not be prevented or detected and corrected on a timely basis.

Our consideration of internal control was for the limited purpose described in the first and second paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities and firm assets that we consider to be material weaknesses, as defined above. However, we identified certain deficiencies in internal control that we consider to be significant deficiencies and communicated them to management and those charged with governance on July 18, 2012.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at May 31, 2012 to meet the SEC's objectives.

This report is intended solely for the information and use of management, the SEC, the Financial Industry Regulatory Authority and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

A handwritten signature in black ink that reads 'Ryan &amp; Juraska'. The signature is written in a cursive, flowing style.

Chicago, Illinois  
July 23, 2012



**RYAN & JURASKA**  
Certified Public Accountants  
141 West Jackson Boulevard  
Chicago, Illinois 60604  
Tel: 312.922.0062  
Fax: 312.922.0672

**INDEPENDENT ACCOUNTANTS' REPORT  
ON APPLYING AGREED-UPON PROCEDURES RELATED TO AN ENTITY'S  
SIPC ASSESSMENT RECONCILIATION**

To the Board of Directors and Shareholder of  
Barrington Research Associates, Inc.

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures listed below with respect to the accompanying Schedule of Assessment and Payments for the Assessment Reconciliation ("Form SIPC-7") to the Securities Investor Protection Corporation ("SIPC") for the year ended May 31, 2012, which were agreed to by Barrington Research Associates, Inc. (the "Company") and the Securities and Exchange Commission, SIPC, and the Financial Industry Regulatory Authority solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of the Form SIPC-7. The Company's management is responsible for its compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries, noting no differences;
2. Compared the Total Revenue amounts of the audited Form X-17A-5 for the year ended May 31, 2012 with the amounts reported in Form SIPC-7 for the year ended May 31, 2012, noting no differences;
3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, noting no differences;
4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and work papers supporting the adjustments, noting no differences.

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

*Ryan & Juraska*

July 25, 2012

**Barrington Research Associates, Inc.**  
**Schedule of Assessment and Payments Form SIPC-7**  
**Year Ended May 31, 2012**

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	Amount	Payment Date
SIPC-7 annual general assessment	\$ <u>12,139</u>	
SIPC-6 payment	6,763	1/4/2012
SIPC-7 payment	<u>5,376</u>	7/25/2012
Total payments	<u>12,139</u>	
Overpayment (amount due)	\$ <u>-</u>	